Shamus Gareb Form 3 December 11, 2006

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL** 

**OMB** Number:

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*

**Â** Shamus Gareb

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

11/29/2006

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol International Fight League, Inc. [IFLI.OB]

> 4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O INTERNATIONAL FIGHT LEAGUE, INC., 424 WEST 33RD STREET, SUITE 650

(Street)

\_X\_ Director \_X\_ 10% Owner Other

(Check all applicable)

\_X\_\_ Officer (give title below) (specify below) Chairman, CEO and President 6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

NEW YORK, NYÂ 10001

(City) (State) (Zip)

#### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership Form:

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Direct (D) or Indirect (I)

(Instr. 5)

Common Stock

7,433,089

Common Stock

490,611

Â D

Ι By corporation (1)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying

Conversion

Ownership

6. Nature of Indirect Beneficial Ownership

Derivative Security or Exercise Form of (Instr. 5)

#### Edgar Filing: Shamus Gareb - Form 3

(Instr. 4) Price of Derivative Derivative Security: Date **Expiration Title** Amount or Direct (D) Security Exercisable Number of or Indirect Shares (I) (Instr. 5)

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer

Shamus Gareb

C/O INTERNATIONAL FIGHT LEAGUE, INC. 424 WEST 33RD STREET, SUITE 650 NEW YORK, NYÂ 10001

 $\hat{A} \ X \qquad \hat{A} \ X \qquad \hat{A} \ Chairman, CEO and President \quad \hat{A}$ 

Other

## **Signatures**

/s/ Gareb Shamus 12/11/2006

\*\*Signature of Date
Reporting Person

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These shares are held by GSE, Inc. Mr. Shamus has sole investment and voting control over the securities held by this corporation. Mr. Shamus disclaims beneficial ownership in such shares except to the extent of his pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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